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October 8, 2009

Via Hand Delivery

Mr. Eric Fahle
MassDEP
Business Compliance Division
One Winter Street, 8th floor
Boston, MA 02108

Re: New Ventures Associates, LLC; Crow Lane; FAM Amendment

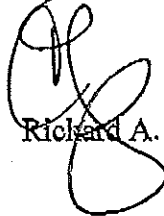
Mr. Fahle:

Enclosed please find one of three originals of the Amendment to the FAM. New Ventures and US Bank, NA have the other two originals.

Please contact me if you have any questions.

Thank you.

Sincerely,



Richard A. Nylen, Jr.

RAN/kad
Enclosure

cc: Mr. Richard Chalpin
New Ventures Associates, LLC
Matthew C. Ireland, Esq.
Michael W. Dingle, Esq.
Mr. John A. Carrigan

**FIRST AMENDMENT TO
CORRECTIVE ACTION STANDBY AGREEMENT**

WHEREAS, New Ventures Associates, LLC ("New Ventures"), the Department of Environmental Protection (the "Department") and the US Bank National Association (the "Trustee") entered into an agreement known as the Corrective Action Standby Agreement (the "Standby Trust") to set aside funds for corrective action, closure and post-closure obligations; and

WHEREAS, pursuant to Paragraph 18 of the Standby Trust, the terms of the Standby Trust may be modified only by written agreement signed by all parties; and

WHEREAS, New Ventures has agreed to accelerate certain closure activities so that capping takes place in less time provided for in the Final Judgment entered on April 30, 2009 in Suffolk Superior Court in the matter of Commonwealth of Massachusetts v. New Ventures Associates, LLC, Civil Action No. SUCV2006-00790-C; and

WHEREAS, New Ventures and the Department agree to amend the Standby Trust to allow the Department to send written notice to the Trustee to draw upon the Trust Fund Property for limited purposes of accelerating the capping and closure by funding the following closure activities: (1) installation of FML; (2) installation of landfill gas extraction wells; and (3) blasting of Storm Water Control Basin 1; and

WHEREAS, New Ventures is not in default of the corrective action, closure and post-closure obligations;

NOW, THEREFORE, the parties hereby agree that the Standby Trust is hereby amended by adding the following section to Paragraph 6(b):

- (v) To accelerate or carry out closure obligations through the direct payment of said costs to vendors solely for (1) installation of FML; (2) installation of landfill gas extraction wells; and (3) blasting of Storm Water Control Basin 1, further provided that the costs do not include legal fees or fees for services performed by any director, officer, principal, employee or servant of New Ventures Associates, LLC, Wood Waste of Boston, Inc. or William Thibeault.

New Ventures Associates, LLC

By:


Its Manager


US Bank National Association, as Trustee

By:


Its ASSISTANT VICE PRESIDENT

Massachusetts Department of Environmental Protection

By:


Name: Steven A. DeGabriele
Title: Division Director
Business Compliance Division